

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X	
	:
<b>In re:</b>	:
	:
<b>LEHMAN BROTHERS HOLDINGS INC., et al.,</b>	:
	:
<b>Debtors.</b>	:
	:
-----X	

	<b>Chapter 11 Case No.</b>
	<b>08-13555 (JMP)</b>
	<b>(Jointly Administered)</b>

**AFFIDAVIT OF SERVICE  
OF FINANCIAL BALLOTING GROUP LLC  
REGARDING MAILING OF THE BAR DATE DOCUMENTS**

STATE OF NEW YORK     )  
                                  )     ss:  
COUNTY OF NEW YORK    )

Jane Sullivan, being duly sworn, deposes and says, under the penalty of perjury:

1. I am the Executive Director of Financial Balloting Group LLC (“FBG”), located at 757 Third Avenue, New York, New York 10017. Epiq Bankruptcy Solutions, LLC, the claims and solicitation agent to the above captioned debtors and debtors-in-possession (the “Debtors”), requested that FBG, its affiliated company, assist with the service of the Notice of Deadlines for Filing Proofs of Claim and a Proof of Claim form (together, the “Bar Date Documents”), on the nominees for certain issues of the Debtors’ debt securities (the “Relevant Securities”). The Relevant Securities are listed on Exhibit A hereto. I am authorized to submit this certification on behalf of FBG. Unless otherwise stated, I have personal knowledge of the facts hereinafter set forth.

2. I hereby certify that on July 8, 2009, I caused sufficient copies of the Bar Date Documents to be delivered by hand delivery or overnight delivery service to the brokerage

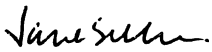
firms, banks, and agents (the "Nominees") identified on Exhibit B hereto, to enable such Nominees to distribute the Bar Date Documents to the beneficial owners of the Relevant Securities as of July 7, 2009.

3. In addition to the Bar Date Documents, FBG also caused a letter of instruction to be transmitted to each Nominee. A true and correct copy of the letter of instruction is attached hereto as Exhibit C.

4. I further certify that on July 8, 2009, I caused a copy of the Bar Date Documents to be delivered by electronic mail to the non-U.S. securities depositories identified on Exhibit D hereto.

6. True and correct copies of the Bar Date Documents are attached hereto as Exhibit E.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

  
\_\_\_\_\_  
Jane Sullivan

SUBSCRIBED AND SWORN TO BEFORE ME  
This 17<sup>th</sup> day of July, 2009.

  
\_\_\_\_\_  
Notary Public

**LUCY MERINO**  
**Notary Public, State of New York**  
**No. 01ME6207468**  
**Qualified in New York County**  
**Commission Expires June 15, 2013**

**Exhibit A**

**Cusip List**

524908AF0	52517PAS7
524908HW3	52517PZ18
524908HX1	52519FFM8
524908K58	52519Y209
524908LR9	52520B206
524908LV0	52520X208
524908LW8	52522L434
524908LZ1	52522L590
524908ME7	52522L764
524908NA4	52523J289
524908VH0	52525KAB8
524908VP2	52525MJF6
524908VQ0	52525MJK5
524908WQ9	52525MJN9
524935AD5	52525MJW9
524935AE3	52525MKA5
524935AF0	52525MKT4
524935AM5	52525MKV9
52517JJN6	5252M0BB2
52517JK12	5252M0G06
52517JK95	5252M0GN1
52517JKE4	67088CAA5

**Exhibit B**

BROADRIDGE INVESTOR COMMUNICATIONS  
ATTN: JOBS E47811-47815, E47817-E47820,  
JOBS E47822 - E47825 & E47877  
51 MERCEDES WAY  
EDGEWOOD, NY 11717  
SERVED VIA HAND DELIVERY

BANK OF NEW YORK MELLON (0901)  
ATTN: MICKEY JIMENEZ OR REORG MGR  
ONE WALL STREET  
6TH FLOOR  
NEW YORK, NY 10286  
SERVED VIA OVERNIGHT

MEDIANT COMMUNICATIONS  
ATTN: PROXY CENTER  
109 NORTH FIFTH STREET  
SADDLE BROOK, NJ 07663  
SERVED VIA OVERNIGHT

STATE STREET BANK AND TRUST (0997 & 2767)  
ATTN: AMANDA BANTA OR REORG MGR  
CORP ACTIONS - JAB5E  
1776 HERITAGE DRIVE  
NORTH QUINCY, MA 02171  
SERVED VIA OVERNIGHT

US BANK N.A. (2803)  
ATTN: TIM RANDALL OR REORG MGR  
ATTN: SECURITIES CONTROL  
1555 N RIVERCENTER DR STE 302  
MILWAUKEE, WI 53212  
SERVED VIA OVERNIGHT

J.P. MORGAN SECURITIES INC. (0060)  
ATTN: JODY FRAZIER OR REORG MGR  
500 STANTON CHRISTIANA ROAD  
BUILDING 3 -OPS 4 - 3RD FLOOR  
NEWARK, DE 19713  
SERVED VIA OVERNIGHT

THE BNY MELLON/ MELLON TRUST (0954)  
ATTN: SUSAN KARAFI OR REORG MGR  
525 WILLIAM PENN PLACE  
SUITE 3418  
PITTSBURGH, PA 15259  
SERVED VIA OVERNIGHT

GLOBAL SECURITIES  
ATTN: DALE WALKER OR REORG MGR  
3 BENTALL CENTRE  
595 BURRARD STREET, 11TH FLOOR, PO BOX 49049  
, VANCOUVER V7X 1C4  
CANADA  
SERVED VIA OVERNIGHT

NORTHERN TRUST COMPANY (2669)  
ATTN: ROBERT VALENTIN OR REORG MGR  
801 S CANAL STREET  
REORG DEPT FLOOR C1N  
CHICAGO, IL 60607  
SERVED VIA OVERNIGHT

MANUFACTURERS & TRADERS TRUST (0990)  
ATTN: ROXANNE PETRIE OR REORG MGR  
ONE M&T PLAZA  
BUFFALO, NY 14203  
SERVED VIA OVERNIGHT

DEPOSITORY TRUST CO.  
ATTN: EDWARD HAIDUK OR PROXY MGR.  
55 WATER STREET  
25TH FLOOR  
NEW YORK, NY 10004  
SERVED VIA OVERNIGHT

DEPOSITORY TRUST CO.  
ATTN: HORACE DALEY OR PROXY MGR.  
55 WATER STREET  
25TH FLOOR  
NEW YORK, NY 10004  
SERVED VIA OVERNIGHT

BANC OF AMERICA SEC. (0773)  
ATTN: JAMES MONAHAN OR REORG MGR  
100W 33RD STREET 3RD FLOOR  
NEW YORK, NY 10001  
SERVED VIA OVERNIGHT

BANK OF AMERICA (0955)  
ATTN: SHARON BROWN OR REORG MGR  
411 N AKARD STREET - 5TH FLOOR  
DALLAS, TX 75201  
SERVED VIA OVERNIGHT

BANK OF AMERICA/LASALLE(2251)  
ATTN: GEORGE EARL OR REORG MGR  
135 SOUTH LASALLE STREET  
SUITE 1860  
CHICAGO, IL 60603  
SERVED VIA OVERNIGHT

BARCLAYS CAPITAL INC. (7256)  
ATTN: NELLIE FOO OR REORG MGR  
200 CEDAR KNOLLS ROAD  
WHIPPANY, NJ 07981  
SERVED VIA OVERNIGHT

BNP PARIBAS (2154)  
ATTN: GENE BANFI OR REORG MGR  
787 7TH AVENUE  
8TH FLOOR  
NEW YORK, NY 10019  
SERVED VIA OVERNIGHT

BNY - BARCLAYS CAPITAL (2103)  
ATTN: MICHAEL KANIA OR REORG MGR  
ONE WALL STREET  
NEW YORK, NY 10286  
SERVED VIA OVERNIGHT

BROWN BROTHERS HARRIMAN (0010)  
ATTN: PAUL NONNON OR REORG MGR  
525 WASHINGTON BLVD  
NEW PORT TOWERS  
JERSEY CITY, NJ 07310-1607  
SERVED VIA OVERNIGHT

CHARLES SCHWAB & CO., INC. (0164)  
ATTN: REORG MGR  
211 MAIN STREET  
SAN FRANCISCO, CA 94105  
SERVED VIA OVERNIGHT

CITIBANK, N.A. (0908)  
ATTN: CAROLYN TREBUS OR REORG MGR.  
3800 CITIBANK CENTER - B3-12  
TAMPA, FL 33610  
SERVED VIA OVERNIGHT

CITIGROUP GLOBAL MARKETS (0274)  
ATTN: PAT HALLER OR REORG MGR  
333 WEST 34TH STREET  
5TH FL  
NEW YORK, NY 10001  
SERVED VIA OVERNIGHT

CITIGROUP GLOBAL MARKETS INC. (0418)  
ATTN: PAT HALLER OR REORG MGR  
333 WEST 34TH STREET  
5TH FL  
NEW YORK, NY 10001  
SERVED VIA OVERNIGHT

COMERICA BANK (2108)  
ATTN: TIM MADIGAN OR REORG MGR  
411 WEST LAFAYETTE - CAPITAL CHANGES  
PROXY DEPT - MAIL CODE 3404  
DETROIT, MI 48226  
SERVED VIA OVERNIGHT

CREDIT SUISSE (0355)  
ATTN: LILY ARTURO OR REORG MGR  
C/O REORG DEPT  
7033 LOUIS STEPHENS DR  
RESEARCH TRIANGLE PARK, NC 27709  
SERVED VIA OVERNIGHT

DEUTSCHE BANK SECURITIES INC. (0573)  
ATTN: RAY CONTE OR REORG MGR  
1251 AVENUE OF THE AMERICAS  
NEW YORK, NY 10020  
SERVED VIA OVERNIGHT

E\*TRADE CLEARING LLC (0385)  
ATTN: MATTHEW FRIEFELD OR REORG MGR  
1981 MARCUS AVENUE  
1ST FLOOR  
LAKE SUCCESS, NY 11042  
SERVED VIA OVERNIGHT

FIFTH THIRD BANK (2116)  
ATTN: ERIC ARMSTRONG OR REORG MGR  
5001 KINGSLEY DRIVE  
MAIL DROP 1M0B2D  
CINCINNATI, OH 45227  
SERVED VIA OVERNIGHT

FIRST CLEARING, LLC (0141)  
ATTN: LACHRISSA BIRD OR REORG MGR  
2801 MARKET ST.  
MO 3540  
ST. LOUIS, MO 63103  
SERVED VIA OVERNIGHT

FIRST SOUTHWEST COMPANY (0309)  
ATTN: JAMES FURINO OR REORG MGR  
1700 PACIFIC AVENUE SUITE 500  
DALLAS, TX 75201  
SERVED VIA OVERNIGHT



GOLDMAN, SACHS & CO. (0005)  
ATTN: VANESSA CAMARDO OR REORG MGR  
30 HUDSON STREET  
PROXY DEPARTMENT  
JERSEY CITY, NJ 07302  
SERVED VIA OVERNIGHT

HUNTINGTON NATIONAL BANK (2305)  
ATTN: TINA MOX OR REORG MGR  
7 EASTON OVAL - EA4 E78  
COLUMBUS, OH 43219  
SERVED VIA OVERNIGHT

ING FINANCIAL MARKETS LLC (0270)  
ATTN: KEN HAYDEN OR REORG MGR  
350 PARK AVENUE  
NEW YORK, NY 10022  
SERVED VIA OVERNIGHT

J.P. MORGAN CLEARING CORP. (0352)  
ATTN: STEVE GEOGHEGAN OR REORG MGR  
DEPT C, CASHIERS DEPARTMENT  
1 METROTECH CTR NORTH, REORG DEPT 4TH FLOOR  
BROOKLYN, NY 11201-3862  
SERVED VIA OVERNIGHT

J.P. MORGAN SECURITIES INC. - FI (0187)  
ATTN: JOHN HALLORAN OR REORG MGR  
500 STANTON CHRISTIANA ROAD  
OPS 4TH FLOOR  
NEWARK, DE 19713-2107  
SERVED VIA OVERNIGHT

JEFFERIES & COMPANY, INC. (0019)  
ATTN: CHARLES ERRIGO OR REORG MGR  
HARBORSIDE FINANCIAL CENTER  
705 PLAZA 3  
JERSEY CITY, NJ 07311  
SERVED VIA OVERNIGHT

JPMORGAN CHASE BANK, NA (0902)  
ATTN: JACOB BACK OR REORG MGR  
14201 DALLAS PARKWAY  
12TH FLOOR  
DALLAS, TX 75254  
SERVED VIA OVERNIGHT

LEHMAN BROTHERS INC./EQUITY FINANCE  
ATTN: ANDRE VERDERAME OR REORG MGR  
101 HUDSON STREET  
31ST FLOOR  
JERSEY CITY, NJ 07302  
SERVED VIA OVERNIGHT

LEHMAN BROTHERS, INC. (0074)  
ATTN: JIM GARDINER OR REORG MGR  
REORG  
70 HUDSON  
JERSEY CITY, NJ 07302  
SERVED VIA OVERNIGHT

MERRILL LYNCH, PFS (5198 & 5143)  
ATTN: VERONICA O'NEILL OR REORG MGR  
101 HUDSON STREET  
8TH FLOOR  
JERSEY CITY, NJ 07302  
SERVED VIA OVERNIGHT

MITSUBISHI UFJ TRUST & BANKING CORP. (2932)  
ATTN: RICHARD WENSHOSKI OR REORG MGR  
420 FIFTH AVENUE  
6TH FLOOR  
NEW YORK, NY 10018  
SERVED VIA OVERNIGHT

MIZUHO TRUST & BANKING CO. (USA) (2888)  
ATTN: ROBERT KOWALEWSKI OR REORG MGR  
666 FIFTH AVENUE  
NEW YORK, NY 10103  
SERVED VIA OVERNIGHT

MORGAN STANLEY & CO. INC. (0050)  
ATTN: MICHELLE FORD OR REORG MGR  
901 SOUTH BOND ST  
6TH FLOOR  
BALTIMORE, MD 21231  
SERVED VIA OVERNIGHT

MORGAN STANLEY & CO. INC./RETAIL (0015)  
ATTN: DAVID SAFRAN OR REORG MGR  
601 HARBORSIDE FINANCIAL CENTER  
PLAZA 3, 6TH FLOOR  
JERSEY CITY, NJ 07311  
SERVED VIA OVERNIGHT

MORGAN, KEEGAN & COMPANY, INC. (0780)  
ATTN: CAROL ANTLEY OR REORG MGR  
50 NORTH FRONT STREET  
MEMPHIS, TN 38103  
SERVED VIA OVERNIGHT

NATIONAL FINANCIAL SERVICES LLC (0226)  
ATTN: LOU TREZZA OR REORG MGR  
1 WORLD FINANCIAL CENTER  
200 LIBERTY STREET, 5TH FLOOR  
NEW YORK, NY 10281  
SERVED VIA OVERNIGHT

OPTIONSXPRESS, INC. (0338)  
ATTN: RICH DRINH OR REORG MGR  
311 W. MONROE STREET  
CHICAGO, IL 60606  
SERVED VIA OVERNIGHT

PERSHING LLC (0443)  
ATTN: AL HERNANDEZ OR REORG MGR  
SECURITIES CORPORATION  
1 PERSHING PLAZA  
JERSEY CITY, NJ 07399  
SERVED VIA OVERNIGHT

PNC BANK, NATIONAL ASSOCIATION (2616)  
ATTN: ROB HALLOWELL OR REORG MGR  
8800 TINICUM BLVD  
PHILADELPHIA, PA 19153  
SERVED VIA OVERNIGHT

RBC CAPITAL MARKETS CORPORATION (0235)  
ATTN: STEVE SCHAEFER OR REORG MGR  
510 MARQUETTE AVENUE SOUTH  
MINNEAPOLIS, MN 55402  
SERVED VIA OVERNIGHT

RBC DOMINION SECURITIES, INC. (4801)

ATTN: PETER DRUMM OR REORG MGR

200 BAY ST. ROYAL BK PLAZA

NORTH TOWER 6TH FLOOR

TORONTO, ON M5J 2W7

CANADA

SERVED VIA OVERNIGHT

REGIONS BANK (0971)

ATTN: BRANDON BUTLER OR REORG MGR

250 RIVERCHASE PARKWAY

EAST BIRMINGHAM, AL 35244

SERVED VIA OVERNIGHT

SEI PRIVATE TRUST COMPANY (2039)

ATTN: DAN CWALINA OR REORG MGR

ONE FREEDOM VALLEY DRIVE

OAKS, PA 19456

SERVED VIA OVERNIGHT

STIFEL, NICOLAUS & COMPANY INC. (0793)

ATTN: CHRIS WIEGAND OR REORG MGR

501 N BROADWAY

ST LOUIS, MO 63102

SERVED VIA OVERNIGHT

SUMITOMO TRUST & BANKING CO. (USA) (2779)

ATTN: BETH CUMMINGS OR REORG MGR

527 MADISON AVENUE

NEW YORK, NY 10022

SERVED VIA OVERNIGHT

TD AMERITRADE CLEARING, INC. (0188)

ATTN: GARY SWAIN OR REORG MGR

1005 NORTH AMERITRADE PLACE

BELLVIEW, NE 68005

SERVED VIA OVERNIGHT

THE BNY MELLON/ THE PRUDEN (2510)

ATTN: MICHAEL KANIA OR REORG MGR

525 WILLIAM PENN PLACE

PITTSBURGH, PA 15259

SERVED VIA OVERNIGHT

THE BNY/DBAG LDN-GS CR. PORT LLC (2485)

ATTN: DONNA STEINMAN OR REORG MGR

ONE WALL STREET

NEW YORK, NY 10286

SERVED VIA OVERNIGHT

UBS FINANCIAL SERVICES INC. (0221)

ATTN: JANE FLOOD OR REORG MGR

REORG DEPT 7TH FLOOR

1000 HARBOR BLVD

WEEHAWKEN, NJ 07087

SERVED VIA OVERNIGHT

UBS SECURITIES LLC (0642)

ATTN: JOHN MALLOY OR REORG MGR

480 WASHINGTON BLVD

JERSEY CITY, NJ 07310

SERVED VIA OVERNIGHT

WACHOVIA BANK N.A. (0929)

ATTN: MARTHA STRAHAN OR REORG MGR

MAIL CODE NC-1190

1525 WEST W.T. HARRIS BLVD.

CHARLOTTE, NC 28288-1190

SERVED VIA OVERNIGHT

WELLS FARGO BANK, NA (2027)

ATTN: JANET BUECHLER OR REORG MGR

733 MARQUETTE AVENUE

MAC N9306-057, 5TH FLOOR

MINNEAPOLIS, MN 55479

SERVED VIA OVERNIGHT

WILLIAM BLAIR & COMPANY, LLC (0771)

ATTN: SARAH AHRENS OR REORG MGR

222 WEST ADAMS STREET

CHICAGO, IL 60606

SERVED VIA OVERNIGHT

**Exhibit C**

# Financial Balloting Group LLC

## MEMORANDUM

**TO:** All Banks, Brokers and Other Intermediaries

**DATE:** July 8, 2009

**SUBJECT:** Lehman Brothers Holdings Inc., et al., 08-13555

**RECORD**

**DATE:** July 7, 2009

**CUSIPS:** Please see list of 44 cusips on the following page

Enclosed for immediate distribution to the beneficial holders of the Lehman CUSIPS on page 2 is the following material:

- **NOTICE OF DEADLINES FOR FILING PROOFS OF CLAIM**
- **PROOF OF CLAIM FORM**

Please note, if you use Broadridge to distribute materials, we have provided them with copies of this material to distribute on your behalf, and the enclosures are courtesy copies for your records.

Should you require additional copies of the enclosed materials, please contact one of the following:

Lucy Merino at [Lmerino@fbgllc.com](mailto:Lmerino@fbgllc.com)  
Eduardo Turbanos at [Eturbanos@fbgllc.com](mailto:Eturbanos@fbgllc.com)  
Sarah Goodpaster at [Sgoodpaster@fbgllc.com](mailto:Sgoodpaster@fbgllc.com)

Invoices regarding distribution of the above materials should be directed to:

Financial Balloting Group LLC  
757 Third Avenue, 3<sup>rd</sup> Floor  
New York, NY 10017  
Attn: Stephenie Kjontvedt

## Financial Balloting Group LLC

Broadridge Job #	Cusips
E47811	52519Y209
E47812	52520B206
E47813	52520X208
E47814	52522L434 52522L590 52522L764
E47815	52523J289
E47817	524908AF0 524908HW3 524908HX1 524908K58 524908LR9 524908LV0 524908LW8 524908LZ1 524908ME7 524908NA4 524908VH0 524908VP2 524908VQ0 524908WQ9
E47818	524935AD5 524935AE3 524935AF0 524935AM5
E47819	52517JJN6 52517JK12 52517JK95 52517JKE4
E47820	52517PAS7 52517PZ18
E47822	52519FFM8
E47823	5252M0BB2 5252M0G06 5252M0GN1
E47824	67088CAA5
E47825	52525MJF6 52525MJK5 52525MJN9 52525MJW9 52525MKA5 52525MKT4 52525MKV9
E47877	52525KAB8

**Exhibit D**



Clearstream Banking Luxembourg  
42 Boulevard John F. Kennedy  
1855 Luxembourg  
Luxembourg  
[CA\\_BOND@clearstream.com](mailto:CA_BOND@clearstream.com)

Euroclear Bank S.A./N.V.  
1, Boulevard Roi Albert II  
1210 Brussels  
Belgium  
[drit@euroclear.com](mailto:drit@euroclear.com)

SegaIntersettle AG  
Baslerstrasse 100  
CH-4600 Olten  
Switzerland  
[Corpactionseas.group@sisclear.com](mailto:Corpactionseas.group@sisclear.com)

**Exhibit E**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
:  
**In re** : **Chapter 11 Case No.**  
:  
**LEHMAN BROTHERS HOLDINGS INC., et al.,** : **08-13555 (JMP)**  
:  
**Debtors.** : **(Jointly Administered)**  
:  
:  
-----X

**NOTICE OF DEADLINES FOR FILING PROOFS OF CLAIM**

TO ALL PERSONS AND ENTITIES WITH  
CLAIMS AGAINST THE DEBTOR LISTED BELOW:

PLEASE TAKE NOTICE THAT, on July 2, 2009, the United States Bankruptcy Court for the Southern District of New York (the "Court"), having jurisdiction over the chapter 11 cases of Lehman Brothers Holdings Inc. and certain of its affiliates, as debtors and debtors in possession in the above referenced chapter 11 cases (collectively, the "Debtors"), entered an order (the "Bar Date Order") establishing **September 22, 2009, at 5:00 p.m. (prevailing Eastern Time)** as the last date and time for each person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, and trusts) to file a proof of claim ("Proof of Claim") based on prepetition claims against the Debtors (the "Bar Date"). The Bar Date Order, the Bar Date and the procedures set forth below for the filing of Proofs of Claim apply to all claims against the Debtors (other than those set forth below as being specifically excluded) that arose prior to the applicable Commencement Date (the "Commencement Date"), the date on which the Debtors commenced their case under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), as set forth in Schedule A hereto.

**If you have any questions with respect to this Notice, please feel free to contact the Debtors' court-approved claims agent Epiq Bankruptcy Solutions, LLC ("Epiq") at (866) 879-0688.**

**A CLAIMANT SHOULD CONSULT AN ATTORNEY IF THE CLAIMANT HAS ANY QUESTIONS, INCLUDING WHETHER SUCH CLAIMANT SHOULD FILE A PROOF OF CLAIM. PLEASE NOTE THAT EPIQ IS NOT PERMITTED TO GIVE LEGAL ADVICE.**

**Some parties are required to file a Proof of Claim in order to preserve their claim against the Debtors. Other parties are not required to file a Proof of Claim in order to preserve their claim against the Debtors. The following is a summary explanation of each.**

**1. WHO MUST FILE A PROOF OF CLAIM**

You **MUST** file a **Proof of Claim** to share in the Debtors' estates if you have a claim that arose prior to the applicable Commencement Date, and it is not one of the other types of claims described in Section 2 below. Acts or omissions of the Debtors that arose before the applicable Commencement Date, may give rise to claims against the Debtors that must be filed by the Bar Date, notwithstanding that such claims may not have matured or become fixed or liquidated prior to the applicable Commencement Date. Pursuant to section 101(5) of the Bankruptcy Code and as used herein, the word "claim" means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

**2. WHO NEED NOT FILE A PROOF OF CLAIM**

You need not file a Proof of Claim if:

- (1) Your claim is listed on the Schedules and (i) is **not** described as “disputed,” “contingent,” or “unliquidated,” and (ii) you do **not** dispute the amount, priority or nature of the claim set forth in the Schedules;
- (2) Your claim has been paid in full by the Debtors;
- (3) You hold an interest in the Debtors, which interest is based exclusively upon the ownership of common or preferred stock, membership interests, partnership interests, or warrants or rights to purchase, sell or subscribe to such a security or interest; **provided, however,** that interest holders who wish to assert claims (as opposed to ownership interests) against the Debtors that arise out of or relate to the ownership or purchase of an interest, including claims arising out of or relating to the sale, issuance, or distribution of the interest, must file Proofs of Claim on or before the Bar Date, unless another exception identified herein applies;
- (4) You hold a claim that has been allowed by an order of this Court entered on or before the Bar Date;
- (5) You hold a claim for which a separate deadline is fixed by this Court;
- (6) You hold a claim for which you have already properly filed a Proof of Claim with the Clerk of the Court or Debtors’ court-approved claims agent, Epiq, against the Debtors utilizing a claim form which substantially conforms to the Proof of Claim Form; **provided, however,** any holder that has filed a Proof of Claim based on a Derivative Contract (as defined below) or a Guarantee (as defined below) on or prior to the Bar Date, is required to amend such Proof of Claim to conform to the procedures set forth in this Motion for the filing of Proofs of Claims based on Derivative Contracts and Guarantees;
- (7) You hold a claim solely against (i) Lehman Brothers Inc. or (ii) any other entity affiliated with the Debtors that is involved in a bankruptcy or insolvency proceeding or similar proceeding, in foreign jurisdiction; **provided, however,** if such claim is based on an obligation guaranteed by a Debtor, the holder of such claim must file a Proof of Claim on or before the Bar Date;
- (8) You hold a security listed on the Master List of Securities available on the Debtors’ website <http://www.lehman-docket.com> (the “**Master List of Securities**”) due to the fact that the indenture trustee for such securities will file a global proof of claim on behalf of all holders of securities issued thereunder; (Wilmington Trust Company, US Bank National Association, and the indenture trustee for each of the other securities included on the Master List of Securities, each will file a global proof(s) of claim on behalf of all holders of securities for which it is identified as Indenture Trustee on the Master List of Securities); **provided, however,** that security holders who wish to assert claims against the Debtors arising out of or relating to the sale, issuance, or distribution of a security, must file Proofs of Claim on or before the Bar Date, unless another exception identified herein applies; and
- (9) You are an entity included on the Exempt Entities List available on the Debtors’ website <http://www.lehman-docket.com> (the “**Exempt Entities List**”) or any subsidiary for which the entity on the Exempt Entities List owns at least a fifty percent equity interest in such subsidiary, **specifically excluding** any subsidiary that is in a bankruptcy, insolvency or similar proceeding in a foreign jurisdiction or Lehman Brothers Inc.

If your claim falls within any of the above categories, your rights as the holder of such claim will be preserved without you filing of a Proof of Claim. Any other person or entity (including, without limitation, each individual, partnership, joint venture, corporation, estate, trust or governmental entity) that has a claim against a Debtor must file a Proof of Claim, as described herein, before the Bar Date.

**YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST THE DEBTORS.**

**THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THAT THE DEBTORS OR THE COURT BELIEVE THAT YOU HAVE A CLAIM. MANY PARTIES ARE REQUIRED TO BE SERVED WITH THIS NOTICE AND IT IS REQUIRED TO REACH A BROAD AUDIENCE OF POTENTIAL CLAIMANTS.**

**SPECIAL NOTE TO HOLDERS OF LEHMAN SECURITIES**

Holders of securities are **NOT** required to file a proof of claim on account of their ownership if, and only if, such security is listed on the Debtors' Master List of Securities because such security was issued under an indenture pursuant to which an indenture trustee will file a global proof of claim on behalf of all holders of securities issued thereunder; (Wilmington Trust Company, US Bank National Association, and the indenture trustee for each of the other securities included on the Master List of Securities, each will each file a global proof(s) of claim on behalf of all holders of securities for which it is identified as Indenture Trustee on the Master List of Securities). The Master List of Securities is available for review at <http://www.lehman-docket.com>. The list is fully searchable by code (CUSIP or ISIN) or by security description.

If you do not see your security listed on the Master List of Securities and you have a question about the Master List of Securities, please download the form entitled "Inquiry Regarding Security Not on Master List of Securities," and complete and return it as directed on the form prior to August 5, 2009.

Inquiries will be investigated, and within 15 days of the Debtors receipt of such inquiry, either the security will either be added to the Master List of Securities (if appropriate), or, if you have provided contact information, you will be notified that the security is not being added to the Master List of Securities and given further information.

The Master List of Securities shall be finalized on August 20, 2009 and not subject to further change.

A Proof of Claim form is being included with the Bar Date Notices being served on holders of the Debtors' securities other than to holders of securities that are on the Master List of Securities.

**IF YOU BELIEVE YOU HAVE A CLAIM AGAINST THE DEBTORS OTHER THAN ON ACCOUNT OF YOUR LEHMAN SECURITIES OWNERSHIP, YOU MUST FILE A PROOF OF CLAIM FORM, AS DIRECTED IN THIS BAR DATE NOTICE. A COPY OF THE PROOF OF CLAIM FORM IS AVAILABLE AT [HTTP://WWW.LEHMAN-DOCKET.COM](http://www.lehman-docket.com).**

**SPECIAL NOTE REGARDING LEHMAN PROGRAM SECURITIES:**

A separate notice and proof of claim form will be provided in connection with certain securities issued by the Debtors or any of the Debtors' affiliates outside of the United States, solely to the extent a security is identified on <http://www.lehman-docket.com> under the heading "Lehman Program Securities" as of July 17, 2009 at 5:00 pm (prevailing Eastern Time). Such notice and proof of claim form will be available on or about July 27, 2009. The Bar Date in connection with the Lehman Program Securities is November 2, 2009 at 5:00 pm (prevailing Eastern Time). If your security is not identified on <http://www.lehman-docket.com> under the heading "Lehman Program Securities" as of July 17, 2009 at 5:00 pm (prevailing Eastern Time) you must file your claim by September 22, 2009 as per the instructions herein.

**3. EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Any person or entity that holds a claim arising from the rejection of an executory contract or unexpired lease must file a Proof of Claim based on such rejection by the later of (i) the Bar Date, and (ii) the date which is forty-five (45) days following the effective date of such rejection or be forever barred from doing so.

**4. WHEN AND WHERE TO FILE**

All Proofs of Claim must be filed so as to be **actually received** on or before the Bar Date at the following address:

If by overnight mail, to:

Epiq Bankruptcy Solutions, LLC  
Attn: Lehman Brothers Holdings Claims Processing  
757 Third Avenue, 3rd Floor  
New York, New York 10017

If by first-class mail, to:

Lehman Brothers Holdings Claims Processing  
c/o Epiq Bankruptcy Solutions, LLC  
FDR Station, P.O. Box 5076  
New York, New York 10150-5076

If by hand delivery, to:

Epiq Bankruptcy Solutions, LLC  
Attn: Lehman Brothers Holdings Claims Processing  
757 Third Avenue, 3rd Floor  
New York, New York 10017

or

Clerk of the United States Bankruptcy Court  
Attn: Lehman Brothers Holdings Claims Processing  
One Bowling Green  
New York, New York 10004

Proofs of Claim will be deemed timely filed only if **actually received** by Epiq or the Court on or before the Bar Date. Proofs of Claim may **not** be delivered by facsimile, telecopy, or electronic mail transmission.

In the event the Debtors amend their Schedules to (a) designate a claim as disputed, contingent, unliquidated or undetermined, (b) change the amount of a claim reflected therein, or (c) add a claim that was not listed on the Schedules or remove a claim that was listed on the Schedules, then, and in such event, the Debtors will notify the affected claimant be notified of such amendment and be granted thirty (30) days from the date of such notification within which to file a claim or be forever barred from doing so.

## **5. WHAT TO FILE**

If you file a Proof of Claim, your filed Proof of Claim must: (i) be written the English language; (ii) be denominated in the lawful currency of the United States; (iii) conform substantially with the form attached to this notice (the "**Proof of Claim Form**"); (iv) state the name and case number of the specific Debtor against which it is filed; (v) set forth with specificity the legal and factual basis for the alleged claim; (vi) include supporting documentation or an explanation as to why documentation is not available; and (vii) be signed by the claimant or by an authorized agent of the claimant.

If you are asserting a claim against more than one Debtor or have claims against different Debtors, a separate Proof of Claim must be filed with respect to each such Debtor.

**EXCEPT AS SET FORTH IN THE FOLLOWING EIGHT PARAGRAPHS, YOU SHOULD ATTACH TO YOUR COMPLETED PROOF OF CLAIM FORM COPIES OF ANY WRITINGS UPON WHICH YOUR CLAIM IS BASED. IF THE DOCUMENTS ARE VOLUMINOUS, ATTACH A SUMMARY.**

### **CLAIMS BASED ON DERIVATIVE CONTRACTS**

**IF YOU FILE A PROOF OF CLAIM BASED ON AMOUNTS OWED PURSUANT TO A DERIVATIVE CONTRACT, YOU MUST: (A) ON OR BEFORE THE BAR DATE, FILL-OUT AND RETURN A PROOF OF CLAIM FORM IN THE SAME MANNER AS ALL OTHER CLAIMANTS INCLUDING CHECKING THE APPROPRIATE BOX ON THE PROOF OF CLAIM AND (B) ON OR BEFORE THE QUESTIONNAIRE DEADLINE, LOG ON TO <http://www.lehman-claims.com>, ENTER THE UNIQUE IDENTIFICATION NUMBER INCLUDED ON THE PROOF OF CLAIM FORM MAILED TO SUCH HOLDER BY THE DEBTORS AND COMPLETE THE ELECTRONIC DERIVATIVE QUESTIONNAIRE SUBSTANTIALLY IN THE FORM ATTACHED AS **EXHIBIT C** TO THE BAR DATE ORDER (THE "**DERIVATIVE QUESTIONNAIRE**") AND ELECTRONICALLY UPLOAD SUPPORTING DOCUMENTATION ON THE WEBSITE (AS REQUIRED IN THE DERIVATIVE QUESTIONNAIRE), RATHER THAN ATTACHING SUCH DOCUMENTS TO THE PROOF OF CLAIM FORM.**

A "DERIVATIVE CONTRACT" IS A CONTRACT THAT IS ANY OF (I) A "SWAP AGREEMENT" AS SUCH TERM IS DEFINED IN SECTION 101(53B) OF THE BANKRUPTCY CODE OR (II) A "FORWARD CONTRACT" AS SUCH TERM IS DEFINED IN SECTION 101(25) OF THE BANKRUPTCY CODE. A CASH-MARKET PURCHASE OR SALE OF A SECURITY OR LOAN (I.E. ANY PURCHASE OR SALE OF A SECURITY OR LOAN FOR SETTLEMENT WITHIN THE STANDARD SETTLEMENT CYCLE FOR THE RELEVANT MARKET), EXCHANGE-TRADED FUTURE OR OPTION, SECURITIES LOAN TRANSACTION, REPURCHASE AGREEMENT IN RESPECT OF SECURITIES OR LOANS, AND ANY GUARANTEE OR REIMBURSEMENT OBLIGATIONS WHICH WOULD OTHERWISE BE INCLUDED IN THE DEFINITION OF "SWAP AGREEMENT" OR "FORWARD CONTRACT" PURSUANT TO THE DEFINITION OF SUCH TERMS IN THE BANKRUPTCY CODE **SHALL NOT BE CONSIDERED A DERIVATIVE CONTRACT FOR THE PURPOSES OF THIS DEFINITION** NOR SHALL ANY NOTES, BONDS, OR OTHER SECURITIES ISSUED BY THE DEBTORS OR THEIR AFFILIATES (INCLUDING, BUT NOT LIMITED TO, LEHMAN BROTHERS HOLDINGS INC., LEHMAN BROTHERS TREASURY CO. B.V., LEHMAN BROTHERS BANKHAUS AG, LEHMAN BROTHERS HOLDINGS PLC, LEHMAN BROTHERS SECURITIES N.V., AND LEHMAN BROTHERS (LUXEMBOURG) EQUITY FINANCE S.A.).

THE "QUESTIONNAIRE DEADLINE" IS OCTOBER 22, 2009, AT 5:00 PM (PREVAILING EASTERN TIME).

**CLAIMS BASED ON A DEBTOR'S GUARANTEE**

IF YOU FILE A PROOF OF CLAIM BASED ON A GUARANTEE, YOU MUST: (A) ON OR BEFORE THE BAR DATE, FILL-OUT AND RETURN A PROOF OF CLAIM FORM IN THE SAME MANNER AS ALL OTHER CLAIMANTS INCLUDING CHECKING THE APPROPRIATE BOX ON THE PROOF OF CLAIM AND (B) ON OR BEFORE THE QUESTIONNAIRE DEADLINE, LOG ON TO <http://www.lehman-claims.com>, ENTER THE UNIQUE IDENTIFICATION NUMBER INCLUDED ON THE PROOF OF CLAIM FORM MAILED TO SUCH HOLDER BY THE DEBTORS AND COMPLETE THE ELECTRONIC GUARANTEE QUESTIONNAIRE SUBSTANTIALLY IN THE FORM ATTACHED AS **EXHIBIT D** TO THE BAR DATE ORDER (THE "GUARANTEE QUESTIONNAIRE") AND ELECTRONICALLY UPLOAD SUPPORTING DOCUMENTATION AND EVIDENCE OF THE UNDERLYING CLAIM AMOUNT ON THE WEBSITE (AS REQUIRED IN THE GUARANTEE QUESTIONNAIRE), RATHER THAN ATTACHING SUCH DOCUMENTS TO THE PROOF OF CLAIM FORM.

A "GUARANTEE" IS A PROMISE, REPRESENTATION OR AGREEMENT TO ANSWER FOR THE PAYMENT OF SOME DEBT OR THE PERFORMANCE OF SOME DUTY IN CASE OF THE FAILURE OF ANOTHER PERSON OR ENTITY WHO IS LIABLE IN THE FIRST INSTANCE.

THE "QUESTIONNAIRE DEADLINE" IS OCTOBER 22, 2009, AT 5:00 PM (PREVAILING EASTERN TIME).

**CLAIMS BASED ON A DEBTOR'S GUARANTEE OF A DERIVATIVE CONTRACT WITH A NON-DEBTOR**

IF YOU FILE A PROOF OF CLAIM BASED ON A DEBTOR'S GUARANTEE OF A DERIVATIVE CONTRACT ENTERED INTO WITH A NON-DEBTOR, YOU MUST: (A) ON OR BEFORE THE BAR DATE, FILL-OUT AND RETURN A PROOF OF CLAIM FORM IN THE SAME MANNER AS ALL OTHER CLAIMANTS INCLUDING CHECKING BOTH BOXES ON THE PROOF OF CLAIM THAT SUCH CLAIM IS BASED ON BOTH A DERIVATIVE CONTRACT AND BASED ON A GUARANTEE AND (B) ON OR BEFORE THE QUESTIONNAIRE DEADLINE, LOG ON TO <http://www.lehman-claims.com>, ENTER THE UNIQUE IDENTIFICATION NUMBER INCLUDED ON THE PROOF OF CLAIM FORM MAILED TO SUCH HOLDER BY THE DEBTORS AND COMPLETE THE ELECTRONIC GUARANTEE QUESTIONNAIRE AND ELECTRONICALLY UPLOAD SUPPORTING DOCUMENTATION ON THE WEBSITE (AS REQUIRED IN THE GUARANTEE QUESTIONNAIRE), RATHER THAN ATTACHING SUCH DOCUMENTS TO THE PROOF OF CLAIM FORM AND LOG ON TO <http://www.lehman-claims.com>, ENTER THE UNIQUE IDENTIFICATION NUMBER INCLUDED ON THE PROOF OF CLAIM FORM MAILED TO SUCH HOLDER BY THE DEBTORS AND COMPLETE THE ELECTRONIC DERIVATIVE QUESTIONNAIRE AND ELECTRONICALLY UPLOAD SUPPORTING DOCUMENTATION ON THE WEBSITE (AS REQUIRED IN THE DERIVATIVE QUESTIONNAIRE), RATHER THAN ATTACHING SUCH DOCUMENTS TO THE PROOF OF CLAIM FORM.

THE "QUESTIONNAIRE DEADLINE" IS OCTOBER 22, 2009, AT 5:00 PM (PREVAILING EASTERN TIME).

If a holder is required to complete the Derivative Questionnaire or Guarantee Questionnaire, such holder need only submit the documentation required by the applicable Questionnaire by the Questionnaire Deadline and need not submit the documentation required by the applicable Questionnaire with such holder's Proof of Claim by the Bar Date.

If any holder files a Proof of Claim based on a Derivative Contract or a Guarantee which for any reason does not have a Unique ID Number, such holder shall still be required to comply with the procedures set forth in the prior two paragraphs, except that

instead of entering a Unique ID Number on the website, such holder shall instead indicate on the website that they filed a Proof of Claim that did not have a Unique ID Number.

A holder (or any other party authorized under the Bankruptcy Code and the Bankruptcy Rules to submit a Proof of Claim on behalf of such holder) of a security that is guaranteed by a Debtor shall be required to file a Proof of Claim against such Debtor based on the Guarantee and complete the Guarantee Questionnaire.

Any security that is listed on the Master List of Securities is not a Derivative Contract and the holders of such security are not required to complete the Derivative Questionnaire on account of such security.

The information submitted on the website <http://www.lehman-claims.com> in respect of Derivative Contracts and Guarantees will not be accessible on the website other than by the party that submitted such information and the Debtors and the Creditors' Committee and their respective advisors and counsel.

The website <http://www.lehman-claims.com> and the information submitted thereon will remain accessible by the party that submitted such information following the Bar Date and the information submitted on the website will be subject to the same rules and standards as amendments and supplements to proofs of claim.

**6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE BAR DATE OR COMPLETE THE DERIVATIVE QUESTIONNAIRE PRIOR TO THE QUESTIONNAIRE DEADLINE**

Except with respect to claims of the type set forth in Section 2 above, any creditor who fails to file a Proof of Claim in accordance with the Bar Date Order on or before the Bar Date, specifically, including filling out the Derivative Questionnaire (if applicable) or the Guarantee Questionnaire (if applicable) and uploading required information to the website <http://www.lehman-claims.com> (which Derivative Questionnaire or Guarantee Questionnaire shall not be required to be completed until the Questionnaire Deadline), specifying the applicable Debtor and other requirements set forth in the Bar Date Order, for any claim such creditor holds or wishes to assert against the Debtors, will be forever barred, estopped, and enjoined from asserting such claim (and from filing a Proof of Claim with respect to such claim) against the Debtors and their estates, and their property will be forever discharged from any and all indebtedness or liability with respect to such claim, and the holder of such claim shall not be permitted to vote on any chapter 11 plan or participate in any distribution in the Debtors' chapter 11 cases on account of such claim or to receive further notices regarding such claim or with respect to the Debtors' chapter 11 cases.

**7. THE DEBTORS' SCHEDULES AND ACCESS THERETO**

You may be listed as the holder of a claim against the Debtors in the Schedules. Copies of the Schedules may be examined by interested parties on the Court's electronic docket for the Debtors' chapter 11 cases, which is posted on the Internet at <http://www.lehman-docket.com> and [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov) (a PACER login and password are required and can be obtained through the PACER Service Center at [www.pacer.psc.uscourts.gov](http://www.pacer.psc.uscourts.gov)). Copies of the Schedules may also be examined by interested parties between the hours of 9:00 a.m. and 4:30 p.m. (prevailing Eastern Time) at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 511, New York, New York 10004.

DATED: July 8, 2009  
New York, New York

BY ORDER OF THE COURT

WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
(212) 310-8000  
Lori R. Fife  
Shai Y. Waisman

ATTORNEYS FOR DEBTORS AND  
DEBTORS IN POSSESSION



Schedule A

<u>Debtor</u>	<u>Case Number</u>	<u>Commencement Date</u>
Lehman Brothers Holdings Inc.	08-13555	September 15, 2008
LB 745 LLC	08-13600	September 16, 2008
PAMI Statler Arms LLC	08-13664	September 23, 2008
Lehman Brothers Commodity Services Inc.	08-13885	October 3, 2008
Lehman Brothers Special Financing Inc.	08-13888	October 3, 2008
Lehman Brothers OTC Derivatives Inc.	08-13893	October 3, 2008
Lehman Brothers Derivatives Products Inc.	08-13899	October 5, 2008
Lehman Commercial Paper Inc	08-13900	October 5, 2008
Lehman Brothers Commercial Corporation	08-13901	October 5, 2008
Lehman Brothers Financial Products Inc.	08-13902	October 5, 2008
Lehman Scottish Finance L.P.	08-13904	October 5, 2008;
CES Aviation LLC	08-13905	October 5, 2008
CES Aviation V LLC	08-13906	October 5, 2008
CES Aviation IX LLC	08-13907	October 5, 2008
East Dover Limited	08-13908	October 5, 2008
Luxembourg Residential Properties Loan Finance S.a.r.l.	09-10108	January 7, 2009
BNC Mortgage LLC	09-10137	January 9, 2009
Structured Asset Securities Corporation	09-10558	February 9, 2009
LB Rose Ranch LLC	09-10560	February 9, 2009
LB 2080 Kalakaua Owners LLC	09-12516	April 23, 2009

United States Bankruptcy Court/Southern District of New York

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Lehman Brothers Holdings Claims Processing Center  
c/o Epiq Bankruptcy Solutions, LLC  
FDR Station, P.O. Box 5076  
New York, NY 10150-5076

**PROOF OF CLAIM**

In Re:  
Lehman Brothers Holdings Inc., et al.  
Debtors.

Chapter 11  
Case No. 08-13555 (JMP)  
(Jointly Administered)

Name of Debtor Against Which Claim is Held

Case No. of Debtor

**NOTE:** This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503. Additionally, this form should not be used to make a claim for Lehman Programs Securities (See definition on reverse side.)

**THIS SPACE IS FOR COURT USE ONLY**

Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)

☐ Check this box to indicate that this claim amends a previously filed claim.

**Court Claim**

Number: \_\_\_\_\_

(If known)

Filed on: \_\_\_\_\_

Telephone number: \_\_\_\_\_

Email Address: \_\_\_\_\_

Name and address where payment should be sent (if different from above)

☐ Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

☐ Check this box if you are the debtor or trustee in this case.

Telephone number: \_\_\_\_\_

Email Address: \_\_\_\_\_

**1. Amount of Claim as of Date Case Filed: \$ \_\_\_\_\_**

If all or part of your claim is secured, complete Item 4 below; however, if all of your claim is unsecured, do not complete item 4.

If all or part of your claim is entitled to priority, complete Item 5.

If all or part of your claim qualifies as an Administrative Expense under 11 U.S.C. § 503(b)(9), complete Item 6.

☐ Check this box if all or part of your claim is based on a Derivative Contract.\*

☐ Check this box if all or part of your claim is based on a Guarantee.\*

**\*IF YOUR CLAIM IS BASED ON AMOUNTS OWED PURSUANT TO EITHER A DERIVATIVE CONTRACT OR A GUARANTEE OF A DEBTOR, YOU MUST ALSO LOG ON TO <http://www.lehman-claims.com> AND FOLLOW THE DIRECTIONS TO COMPLETE THE APPLICABLE QUESTIONNAIRE AND UPLOAD SUPPORTING DOCUMENTATION OR YOUR CLAIM WILL BE DISALLOWED.**

☐ Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of interest or additional charges. Attach itemized statement of interest or charges to this form or on <http://www.lehman-claims.com> if claim is based on a Derivative Contract or Guarantee.

**2. Basis for Claim: \_\_\_\_\_**

(See instruction #2 on reverse side.)

**3. Last four digits of any number by which creditor identifies debtor: \_\_\_\_\_****3a. Debtor may have scheduled account as: \_\_\_\_\_**

(See instruction #3a on reverse side.)

**4. Secured Claim** (See instruction #4 on reverse side.)

Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.

Nature of property or right of setoff: ☐ Real Estate ☐ Motor Vehicle ☐ Other

Describe: \_\_\_\_\_

Value of Property: \$ \_\_\_\_\_ Annual Interest Rate \_\_\_\_\_%

Amount of arrearage and other charges as of time case filed included in secured claim, if any:

\$ \_\_\_\_\_ Basis for perfection: \_\_\_\_\_

Amount of Secured Claim: \$ \_\_\_\_\_ Amount Unsecured: \$ \_\_\_\_\_

**6. Amount of Claim that qualifies as an Administrative Expense under 11 U.S.C. § 503(b)(9): \$ \_\_\_\_\_**

(See instruction #6 on reverse side.)

**7. Credits:** The amount of all payments on this claim has been credited for the purpose of making this proof of claim.

**8. Documents:** Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages and security agreements. Attach redacted copies of documents providing evidence of perfection of a security interest. (See definition of "redacted" on reverse side.) If the documents are voluminous, attach a summary.

**DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.**

If the documents are not available, please explain:

**Date:** \_\_\_\_\_

**Signature:** The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

**5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.**

Specify the priority of the claim:

☐ Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

☐ Wages, salaries or commissions (up to \$10,950), earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4).

☐ Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).

☐ Up to \$2,425 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7).

☐ Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).

☐ Other – Specify applicable paragraph of 11 U.S.C. § 507(a)(\_\_\_\_).

**Amount entitled to priority:**

\$ \_\_\_\_\_

**FOR COURT USE ONLY**

**INSTRUCTIONS FOR PROOF OF CLAIM FORM**

*The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules.*

**Items to be completed in Proof of Claim form****Name of Debtor, and Case Number:**

YOU MUST INDICATE THE SPECIFIC DEBTOR AGAINST WHICH YOUR CLAIM IS ASSERTED, INCLUDING THE THE NAME OF THE DEBTOR AND THE RELATED CASE NUMBER (DEBTORS AND CASE NUMBERS LISTED BELOW), IN THE SPACE ALLOTTED AT THE TOP OF THE CLAIM FORM.

08-13555	Lehman Brothers Holdings Inc.	08-13905	CES Aviation LLC
08-13600	LB 745 LLC	08-13906	CES Aviation V LLC
08-13885	Lehman Brothers Commodity Services Inc.	08-13907	CES Aviation IX LLC
08-13888	Lehman Brothers Special Financing Inc.	08-13908	East Dover Limited
08-13893	Lehman Brothers OTC Derivatives Inc.	09-10108	Luxembourg Residential Properties Loan Finance S.a.r.l.
08-13899	Lehman Brothers Derivative Products Inc.	09-10137	BNC Mortgage LLC
08-13900	Lehman Commercial Paper Inc.	09-10558	Structured Asset Securities Corporation
08-13901	Lehman Brothers Commercial Corporation	09-10560	LB Rose Ranch LLC
08-13902	Lehman Brothers Financial Products Inc.	09-12516	LB 2080 Kalakaua Owners LLC
08-13904	Lehman Scottish Finance L.P.	08-13664	PAMI Statler Arms LLC

If your Claim is against multiple Debtors, complete a separate form for each Debtor.

**Creditor's Name and Address:**

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

**1. Amount of Claim as of Date Case Filed:**

State the total amount owed to the creditor on the date of the Bankruptcy filing. Follow the instructions concerning whether to complete items 4, 5 and 6. Check the box if interest or other charges are included in the claim.

**2. Basis for Claim:**

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card.

**3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:**

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

**3a. Debtor May Have Scheduled Account As:**

Use this space to report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

**4. Secured Claim:**

Check the appropriate box and provide the requested information if the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See DEFINITIONS, below.) State the type and the value of property that secures the claim, attach copies of lien documentation, and state annual interest rate and the amount past due on the claim as of the date of the bankruptcy filing.

**5. Amount of Claim Entitled to Priority Under 11 U.S.C. §507(a).**

If any portion of your claim falls in one or more of the listed categories, check the appropriate box(es) and state the amount entitled to priority. (See DEFINITIONS, below.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

**6. Amount of Claim that qualifies as an Administrative Expense under 11 U.S.C. §503(b)(9)**

State the value of any goods received by the debtor within 20 days before the date of commencement in which the goods have been sold to the debtor in the ordinary course of the debtor's business.

**7. Credits:**

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

**8. Documents:**

Attach to this proof of claim form redacted copies documenting the existence of the debt and of any lien securing the debt. You may also attach a summary. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary. FRBP 3001(c) and (d). Do not send original documents, as attachments may be destroyed after scanning.

**Date and Signature:**

The person filing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2), authorizes courts to establish local rules specifying what constitutes a signature. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. Attach a complete copy of any power of attorney. Criminal penalties apply for making a false statement on a proof of claim.

**DEFINITIONS****Debtor**

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

**Creditor**

A creditor is the person, corporation, or other entity owed a debt by the debtor on the date of the bankruptcy filing.

**Claim**

A claim is the creditor's right to receive payment on a debt that was owed by the debtor on the date of the bankruptcy filing. See 11 U.S.C. §101 (5). A claim may be secured or unsecured.

**Proof of Claim**

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with the Claims Agent at the following address:

**Lehman Brothers Holdings Claims Processing  
c/o Epiq Bankruptcy Solutions, LLC  
FDR Station, PO Box 5076  
New York, NY 10150- 5076**

**Secured Claim Under 11 U.S.C. §506(a)**

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien. A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

**Unsecured Claim**

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

**Claim Entitled to Priority Under 11 U.S.C. §507(a)**

Priority claims are certain categories of unsecured Claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

**Redacted**

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor should redact and use only the last four digits of any social-security, individual's tax identification, or financial-account number, all but the initials of a minor's name and only the year of any person's date of birth.

**Evidence of Perfection**

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

**Derivative Contract**

A contract that is any of (i) a "swap agreement" as such term is defined in section 101(53B) of the Bankruptcy Code or (ii) a "forward contract" as such term is defined in section 101(25) of the Bankruptcy Code. A cash-market purchase or sale of a security or loan (i.e. any purchase or sale of a security or loan for settlement within the standard settlement cycle for the relevant market), exchange-traded future or option, securities loan transaction, repurchase agreement in respect of securities or loans, and any guarantee or reimbursement obligations which would otherwise be included in the definition of such terms in the Bankruptcy Code shall not be considered a Derivative Contract for the purposes of this definition nor shall any notes, bonds, or other securities issued by the Debtors or their affiliates (including, but not limited to, Lehman Brothers Holdings Inc., Lehman Brothers Treasury Co. B.V., Lehman Brothers Bankhaus AG, Lehman Brothers Holdings plc, Lehman Brothers Securities N.V., and Lehman Brothers (Luxembourg) Equity Finance S.A.).

**Guarantee**

A promise, representation or agreement to answer for the payment of some debt or the performance of some duty in case of the failure of another person or entity who is liable in the first instance.

**Lehman Programs Securities**

Lehman Programs Securities means those securities included on the Lehman Programs Securities list available on <http://www.lehman-docket.com> as of July 27, 2009.

**INFORMATION****Acknowledgment of Filing of Claim**

To receive acknowledgment of your filing, you may either enclose a stamped self-addressed envelope and a copy of this proof of claim, or you may access the Claims Agent's system (<http://www.lehman-docket.com>) to view your filed proof of claim.

**Offers to Purchase a Claim**

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 *et seq.*), and any applicable orders of the bankruptcy court.